



November 14, 2011

Marlene H. Dortch, Secretary  
Federal Communications Commission  
445 12th Street, S.W.  
Room TW-A325  
Washington, DC 20554

Re: DA 11-1563  
WC Docket No. 11-142  
IB File Nos. ITC-T/C-20110819-00269, ITC-T/C-20110819-00270,  
ITC-T/C-20110819-00271, ITC-T/C-20110819-00272,  
ITC-T/C-20110819-00273, ITC-T/C-20110819-00274,  
ITC-T/C-20110819-00275, ITC-T/C-20110819-00276,  
ITC-T/C-20110819-00277, ITC-T/C-20110819-00278

In the Matter of the PAETEC HOLDING CORPORATION, Transferor, and  
WINDSTREAM CORPORATION, Transferee, Applications for Transfer of  
Control of Domestic and International Authorized Carriers  
Under Section 214 of the Communications Act, as Amended

Dear Ms. Dortch:

On September 29, 2011, the City of Rochester submitted comments in the above referenced matter, in opposition to the transfer of PAETEC HOLDING CORPORATION ("PAETEC") to Windstream Corporation ("Windstream") until there has been a thorough examination and resolution of the public interests issues affecting the City of Rochester (the "City") and the State of New York. Primary among the public interest concerns that the City raised were the loss of jobs in the City of Rochester and New York State and the abandonment of the construction of PAETEC's corporate headquarters at the Midtown Site and the adverse impact of those actions on the City and New York State.

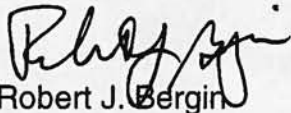
Over the past week the City and Windstream have been engaged in negotiations about the issues raised in our comments. The parties have now reached an



agreement that addresses our most serious concerns. In reliance on Windstream's commitment to bring a substantial number of employees to downtown Rochester and to occupy office space at the Midtown Site, the City believes that the public interest has been protected.

The City hereby withdraws its opposition to the transfer between Windstream and PAETEC and urges the FCC to approve the planned merger in the month of November.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert J. Bergin", is written over the typed name.

Robert J. Bergin  
Corporation Counsel  
City of Rochester